

FE Corporation Minutes

Meeting held on Thursday 22nd October 2020 at 5.30pm via Zoom

Governors: Sam Beel, Subhash Chaudhary, Phil Cook (Chief Executive and Group Principal), Louise Davies, Martin Gray, Ethan Harper, Katy Ludgate, Rob Mitchell, Richard Poundford, Dot Smith, Aman Toor, Anne Vickers, Mark White (Chair), Norma Wilburn (Safeguarding Link Governor) and Gary Wright.

Officials: Phil Blewitt (MD NETA), Liz Boynton (Group Director of Quality), Jason Faulkner (College Principal, RCC), Lesley Graham (College Principal, SRC), Phil Hastie (Group Executive Director Planning and Infrastructure), Erika Marshall (Group Director of Marketing), Gary Potts (Group Vice Principal Business, Innovation and Partnerships), Ben Robinson (College Principal, Bede), Fiona Sharp (Group Executive Director Finance), Kay Taylor (Group Director of HR), Sarah Thompson (Clerk to the Corporation) and Sam Young (Governance Support Officer).

Apologies: Stuart Blackett and Russ McCallion

The Chair welcomed governors and officials to the meeting and asked the College Principal, Stockton Riverside College (SRC) to pass on the Board's appreciation to the Academy of Performing and Technical Arts (APTA) team for the extremely successful online APTA launch event.

Mark White declared an interest as independent Chair of the Thornaby Town Deal Board.

20/64 **Agenda Item 1 – Governing Body Membership**

The Clerk confirmed that an application had been received for the staff governor vacancy for a member of staff working at or for one of the Etc. sites within the Stockton Borough Council Local Authority area. The Chair also confirmed that he had recently met with the applicant, Katy Ludgate, who then outlined her involvement with SRC, both as a student and as a staff member in the English department. The Chair highlighted the importance of both staff and student governors on the FE Corporation.

The Clerk added that, as per the addendum to the papers for agenda item 1, Stacey Durham had applied for the vacancy for a Higher Education student to join the Standards Improvement Committee (SIC); the Chair confirmed that she had attended the last meeting of SIC as an observer.

Governors **agreed** to ratify the appointment of Katy Ludgate as staff governor for a term of four years, subject to an interim review after two years, and to appoint Stacey Durham as a co-opted member of the Standards Improvement Committee for a term of up to four years.

20/65 **Agenda Item 2 – Strategic Update (including COVID-19 impact)**

The Chief Executive gave a verbal Strategic Update, accompanied by a presentation. He

highlighted recent successes, the impact of COVID-19 on staff and students, the positive recruitment profile for 2020-21, robust financial performance and oversight through the planning cycle, quality assurance measures and projects at varying stages of development.

In response to a governor's question about the significance of the Teeswork Consortia, the Chief Executive explained the role that Etc. had taken in leading the tender process and the possible future opportunities for the Group and partners within the Tees Valley as a result. The Chair thanked the Group Vice Principal Business, Innovation and Partnerships and the College Principal Redcar & Cleveland College (RCC) for their work on the bid. A governor asked if there was a Billingham Town Deal, in addition to those in Thornaby and Redcar, and the Chair confirmed that Stockton Borough Council (SBC) had developed a town plan for Billingham, though this was not a Town Deal. It was agreed that the Group Executive Director Planning and Infrastructure would investigate opportunities available to Etc. through the Billingham town plan with SBC.

Governors **noted** the update.

Agenda Item 3 – Quality Update including 2019-20 Group Performance

20/66 3.1 – Headline Performance

The Group Director of Quality confirmed that the Group continued to sustain high levels of performance for both 16-18 and 19+ learners overall, a considerable achievement given the impact of COVID-19. With measures put in place since her report had been circulated, apprenticeships overall achievement for 2019-20 would be broadly in line with the 2018-19 national rate (NR), [redacted].

In response to a governor's question, the Group Director of Quality confirmed that all comparisons were against the 2018-19 NRs as no national data had been published for 2019-20 achievement. She agreed that the 2019-20 NRs, particularly for apprenticeships, could have been lower than those published for 2018-19.

Governors **noted** the update.

20/67 3.2 – Interim 2019-20 College Group Performance against Master Targets (Quality)

The Group Director of Quality outlined interim Group performance against the Quality Master Targets for 2019-20 and highlighted that the amber rating for some performance targets indicated that the target had not been met but the results remained above NR and that there were mitigating factors unknown at the point the target was set or performance had improved compared to 2018-19. There were no areas of significant concern.

A governor asked whether there would be a continued need for a Value Added Group Improvement Plan for Bede and the College Principal Bede confirmed that, because of the lack of exam-assessed grades, it would be necessary for value added to remain a focus in order to gain full assurance.

Governors **noted** the update.

20/68 Agenda Item 4 – Learner Voice

The Group Director of Quality highlighted that the participation rate in this year's enrolment survey had been lower than previous years but that the Group Director of Marketing had put measures in place to improve participation as part of future enrolment processes. A focus group

had already been held with NETA learners to follow up on their low levels of satisfaction with the enrolment process and, as a result, action had been taken to improve the quality of automated letters. The College Principal Bede, as strategic lead for Student Services, would be reviewing the student bursary system for the following year.

In response to a governor's question, the Group Director of Quality confirmed that there were no significant concerns but the Group was aiming to survey learners more frequently in order to be able to respond to concerns more rapidly and take steps to improve. The Group Director of Marketing added that, as well as containing some inaccuracies, the tone of voice of letters had been too clinical and they would be amended to be more engaging to provide a better on boarding experience.

Governors **noted** the update.

20/69 Agenda Item 5 – Technology Improvement Group

The Group Director of Quality outlined the background to the formation of the Technology Innovation Group (TIG); as referenced in her report, the Department for Education (DfE) had recognised the potential of technology in education in their strategy published in April 2019 and the use of technology in teaching and training within the Group had been accelerated by COVID-19. Much of the work of the Group's Learning Technology Manager during this first half-term had been in ensuring that Teams sites had been established but, with recruitment of staff through the College Collaboration Fund (CCF) project, she would be able to provide additional support to TIG members and drive progress.

Both staff governors confirmed that they were members of TIG and agreed that the support and sharing of good practice had been invaluable. A staff governor asked what steps had been taken to assess the levels of IT knowledge as well as access to equipment and whether bridging these knowledge gaps had been part of induction. The Group Director of Quality confirmed that all learners should have had Learning Resource Centre (LRC) inductions; attendance had been tracked and reported to college principals to follow up. A Jisc online survey had also been used to track starting points and progress in both staff and learner confidence with technology; she agreed that the basics needed to be in place and that this had been the main focus of the first half-term.

A governor asked about quality assurance of online learning and the College Principal SRC confirmed that she had undertaken a number of virtual walkthroughs and felt that the teaching experience had been very different to normal classroom teaching; it needed much more planning and experienced teachers could need a very different approach.

A governor commented that, although the report was focused on teaching, learners and staff, it was also important to assess whether the governing body was making best use of technology and all governors were operating at the same level. Another governor noted that governors' meetings continued to use Zoom rather than the Group's default platform, Teams, and that, although it was imperative not to put the ability for governors to scrutinise at risk, governors should be able to use the same technologies as staff. A governor also noted that not accessing social media could also mean that governors had less understanding of Group messages and were not fully part of the conversation. A governor commented on the usefulness of the format of Board Packs papers and how well the software worked alongside Zoom. The Clerk agreed to

coordinate consideration of a medium to long term plan on governors' use of technology with the Corporation Chair, the Chief Executive and the Group Executive Director Planning and Infrastructure.

Governors **noted** the update.

20/70 Agenda Item 6 – Finance Update including progress against Restructuring Fund Key Performance Indicators

The Group Executive Director Finance had circulated the latest submission of Key Performance Indicators (KPIs) to the ESFA in relation to the Restructuring Facility (RF) grant agreement put in place to facilitate the merger of SRC and RCC. She added that the end of the 2020-21 financial year was a fundamental monitoring point; discussions had taken place with the ESFA regarding variations to some targets in the original RF agreement and the restrictive nature of other conditions in relation to making strategic financial decisions. A business case would be prepared with the help of Robert Griffiths, the Group's Turnaround Director, and presented to the FE Corporation at its meeting in January for approval to be submitted alongside the RF monitoring submission to be made by the end of January 2021. She drew governors' attention to the revised timetable for financial reporting to the ESFA for 2020-21.

In response to a governor's question about the unavailability of class size data for Q3 and Q4, the Group Executive Director Planning and Infrastructure confirmed that, although class sizes were being measured at RCC, it was not possible to compare 2019-20 data to previous years or targets as class registers were not being used in the same way during lockdown. The Chief Executive highlighted that this was an example of the challenges of using measures that were set under pre-COVID-19 circumstances. He had observed a class in which three different levels of learners were being taught in class plus groups learning online from home and any comparison to previous classes was unrealistic.

Governors **noted** the update.

20/71 Agenda Item 7 – Master Targets File

The Group Executive Director Planning and Infrastructure explained that his report gave governors the context of the development of the Master Targets File which would be distributed to governors in hard copy prior to the December FE Corporation meeting.

In response to a governor's question about the inclusion of a measure on staff turnover in relation to quality and business costs, the Group Executive Director Planning and Infrastructure confirmed that staff turnover was measured at all Performance Review meetings (PRs) and might not be suitable as a master target. The Group Director of HR confirmed that staff turnover was also scrutinised through Finance and Employment Committee but that she would consider how to provide additional information for governors.

Governors **noted** the update.

20/72 Agenda Item 8 – Safeguarding

8.1 – Safeguarding Update

The Chair informed governors that this would have been the last meeting attended by the Group

Vice Principal Curriculum and Development but that she had been unable to attend; he had been in touch with her that afternoon to thank her, on behalf of the Board, for her work and particularly for her role in the merger with RCC, and to pass on governors' best wishes. He added that the Board had a collective responsibility for safeguarding and that this responsibility could not be delegated.

The College Principal Bede, also Strategic Lead for Student Services, highlighted the comprehensive Safeguarding report prepared by the Vice Principal Curriculum and Development. He added that, since the time of writing, completion rates for annual safeguarding training had increased by 13% and for Prevent training to 95%; college principals and heads of department would be prioritising follow up of those staff who had not yet completed. Due to, for example, invigilator contracts, completion rates never reached 100%.

The College Principal Bede confirmed that Abigail Clay had been appointed as Interim Group Head of Student Services; he outlined her background and the strengths that she brought to ensuring student welfare and preparing Student Services for the future. He added that the Corporation Chair and the Safeguarding Link Governor had met with her.

With respect to the data from the Child Protection Online Monitoring System (CPOMS), a governor commented on the increasing issue of mental health for our students and asked if there was any further detail on whether 'self-abuse' was the same as self-harm and for the rise in incidents from the previous year. The College Principal Bede agreed to follow this up with the Interim Group Head of Student Services and report back to the governor.

A governor commented that he had compared completion rates for annual safeguarding training to the previous year's and that he was pleased to report that completion rates were considerably higher this year. In response to a question, the Clerk confirmed that all governors had completed Safeguarding and Prevent training and added that governors would receive annual update training at January's Corporation meeting.

Governors **noted** the update.

8.2 – Feedback from Safeguarding Link Governor

The Safeguarding Link Governor added her thanks to the Group Vice Principal Curriculum and Development for all her work and enthusiasm for Safeguarding and Equality and Diversity. She was also pleased that statutory training completion rates had increased but noted that, as some staff traditionally undertook their training in college in small groups, there would be an impact. She noted that mental health incidents in Child Protection Online Monitoring System (CPOMS) had reduced slightly but that student mental health was a major concern and should remain a focus for governors.

20/73 Agenda Item 9 – Corporation Minutes and Actions

9.1 – To agree the minutes of meetings held on 2 July and 10 September 2020

Minutes of the meeting held on 2 July 2020 and the Special meeting held on 10 September 2020 were formally **approved** as accurate records of the meetings.

9.2 – To receive notes of a Governors' Workshop held on 24 September 2020

Governors **noted** the record of the Governors' Workshop held on 24 September 2020.

9.3 – To consider progress against agreed actions and any matters arising

The Clerk confirmed that all actions due had been completed, with remaining actions not yet due. Governors **noted** progress against actions.

20/74 Agenda Item 10 –Committees

The following committee meetings had taken place since the last Corporation meeting and key themes had been outlined in the covering report and were **noted** by governors. Draft minutes for all meetings would be made available on BoardPacks following approval by the Board / Committee Chair. Governors considered recommendations from committees and subsidiary company boards.

10.1 - Standards Improvement Committee held on 1 October 2020

The Chair of the Standards Improvement Committee noted that the meeting had considered the positive 2019-20 performance data and presentations and updates demonstrating progress towards delivering an outstanding student experience. She thanked the Chair for including the TIG update on the agenda for this meeting.

10.2 - Audit Committee held on 8 October 2020

The Chair of the Audit Committee outlined the content of what he considered had been an exciting meeting and, in particular, the substantial assurance from the internal audits completed by AuditOne. He commented on including the impact of the Audit Committee's work in the governors' Ofsted briefing and thanked committee members for their constructive challenge during meetings.

10.3 - Search and Governance Committee held on 15 October 2020

The Chair of the Search and Governance Committee had nothing to add to the key themes outlined in the Committee feedback addendum.

10.4 - Finance and Employment Committee held on 20 October 2020

The Vice Chair of the Finance and Employment Committee echoed the Chair of Audit Committee's comments about the value of the committee's work undertaken over the last year. The financial position of the Group and its subsidiary companies had been positive despite the challenges of the last six months. She drew attention to the Learning and Development Strategy which had a focus on valuing staff and their development.

Governors **noted** the feedback from committee meetings.

20/75 10.5 - Recommendations from Committees

Governors:

- i) **noted** the recommendation from the Standards Improvement Committee encouraging governors to participate in teaching and training walkthroughs;
- ii) **noted** that, in line with the Report of the independent review of college financial oversight (Ney report), all governors were invited to attend the joint meeting of the Audit and Finance and Employment Committees at 5.30 pm on 26 November 2020;
- iii) **agreed** the letter of engagement with RSM relating to the annual audit of the End of year Teachers' Pensions Certificate;

- iv) **noted** the recommendation from the Search and Governance Committee that all governors should seek to attend at least one meeting of each committee over a two year cycle;
- v) **noted** that any governor potentially interested in Corporation Chairship or Vice Chairship should contact the Clerk to discuss shadowing opportunities;
- vi) **approved** final subcontracting levels for 2019-20;
- vii) **agreed** that the strategic direction for subcontracted provision was in line with the strategic rationale of the college group;
- viii) **approved** the Subcontracting, Supply-chain Fees and Charges Policy 2020-21.

Agenda Item 11 – Audit Matters

20/76 11.1 - Audit Annual Reports

Governors **noted** the Annual Report of the Audit Committee 2019-20 and the appended report from the internal auditor, Audit One, and **agreed** that these should be submitted to the Education and Skills Funding Agency, in line with funding requirements.

20/77 11.2 – Internal Audit Strategy 2020-21

Governors **approved** the internal audit plan for 2020-21 as recommended by the Audit Committee.

20/78 11.3 – Risk Management Strategy 2020-21

The Group Executive Director Finance confirmed that the Risk Management Strategy had been considered by the Audit Committee at their last meeting; the strategy for 2021-22 would be considered by the Audit Committee at their meeting in May for approval by Corporation at their July meeting.

Governors **approved** the Risk Management Strategy for 2020-21.

20/79 11.4 – External Audit Regularity Questionnaire and Appendix

The Group Executive Director Finance explained that the Group prepared a regularity self-assessment questionnaire (RSAQ) annually to support the Corporation in drafting their statement of regularity, propriety and compliance and that the auditors, RSM, considered it as part of their regularity audit. This year's RSAQ included an annex to aid Corporations in their assessment of regularity relating to COVID-19 issues.

Governors **approved** the regularity audit questionnaire for signature by the Corporation Chair and the Chief Executive and Group Principal.

20/80 Agenda Item 12 – Committee membership and terms of reference / Link Governor roles

The Clerk encouraged any governors interested in joining the Search and Governance Committee to arrange attendance at a meeting and highlighted the terms of reference and membership of the Corporation Leadership Succession Task and Finish Group.

Governors:

- i) **approved** committee membership for 2020-21, including the appointment of Anne Vickers and Katy Ludgate to Standards Improvement Committee and Martin Gray to Finance and Employment Committee;

- ii) **approved** the proposed changes to committee terms of reference;
- iii) **reconfirmed** Norma Wilburn as Safeguarding and Equality and Diversity Governor and **agreed** the role description;
- iv) **reconfirmed** Gary Wright as Careers/Employer Engagement Link Governor and **agreed** the role description;
- v) **agreed** that any governor interested in joining should attend a Search and Governance Committee meeting;
- vi) **agreed** the establishment of a Leadership Succession Task and Finish Group, the proposed terms of reference and the appointment of Norma Wilburn, Russ McCallion, Dot Smith and Stuart Blackett as members.

20/81 Agenda Item 13 – Health and Safety

The Group Executive Director Planning and Infrastructure explained that the Annual Health & Safety report confirmed that the Group continued to be a safe place in which to work and learn; though the number of accidents in 2019-20 had been much lower than previous years, it was important to note that the impact of COVID-19 on operations meant that these were not directly comparable. He added that his report also included reconfirmation of measures taken to minimise the risk of COVID-19.

Governors **noted** the Annual Health & Safety report for 2019-20 and the update on COVID secure operations.

20/82 Agenda Item 14 – Governance Update

The Clerk thanked governors for their attendance at Corporation and committee meetings in 2019-20, with overall attendance 86.6% against a target of 80%, and for their involvement in governor development activities and Etc. events. She confirmed that all governors had now completed the online Safeguarding and Prevent training. In light of the current suspension of face-to-face meetings, she proposed an amendment to the Instrument of Government to remove the requirement for minutes to be signed by the meeting Chair, though approval would be formally documented in minutes; the necessary amendment to the Standing Orders specified that this would be reviewed no later than June 2021. The Chair commented on the value of the Governors' Digest, with regular signposting to training events and information on national governance issues.

Governors:

- i) **agreed** the proposed amendment to the Instrument of Government;
- ii) **noted** statistics for attendance at meetings of the Corporation and its committees and other governance events and continued to strive to ensure high levels of attendance;
- iii) **noted** governors' involvement in a range of training and development opportunities, and in college events, and the Clerk's request to notify her of any specific training needs;
- iv) **noted** the update on national governance matters.

20/83 Agenda Item 15 – Any Other Business

There were no items of additional business.

20/84 Agenda Item 16 – Approval of Documents for Public Inspection

It was **agreed** that the agenda and supporting documents of the current meeting be made

available for public inspection with the exception of the reports for Agenda Items 2, 3, 4, 5, 6, 7, 8, 11 and 13 which were considered commercial in confidence. Minutes would be made available following approval and consideration at the next meeting.

20/85 Agenda Item 17 – Date, time and venue of next meeting

Thursday 10 December, 5.30 pm via Zoom

20/86 Agenda Item 18 - Key Themes

- Appointment of Katy Ludgate as a staff governor and of Stacey Durham as a co-opted member of the Standards Improvement Committee
- Update on the learner experience, including learner voice outcomes and safeguarding arrangements
- Update on the work of the Technology Innovation Group, including consideration of governors' use of technology
- Update on submissions to the Education and Skills Funding Agency in relation to the Restructuring Facility grant agreement and notification of the timetable for further submissions for 2020-21
- Approval of subcontracting levels for 2019-20 and the Subcontracting, Supply-chain and Fees Policy 2020-21 and agreement of the strategic direction for subcontracted provision
- Approval of Internal Audit Strategy and Risk Management Strategy for 2020-21 and of External Audit Regularity Questionnaire and Appendix
- Presentation of Annual Health & Safety Report

(The meeting ended at 7.00 pm)

Approved at a remote meeting held on 10 December 2020